

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et
al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

Re: ECF No. 21928

(Jointly Administered)

**URGENT CONSENSUAL MOTION FOR FURTHER EXTENSION
OF RESPONSE DEADLINES AND RESCHEDULING OF HEARING DATE**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Commonwealth of Puerto Rico (the “Commonwealth”), and the Puerto Rico Public Buildings Authority (“PBA” and, together with the Commonwealth, the “Debtors”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the sole Title III representative of the Debtors pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),² respectfully submit this urgent consensual motion (the “Urgent Motion”) for entry of an order, substantially in the form

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Last Four Digits of Federal Tax ID: 3801) (Last Four Digits of Federal Tax ID: 3801) (Bankruptcy Case No. 19-BK-5523-LTS). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² PROMESA is codified at 48 U.S.C. §§ 2101–2241.

attached hereto as Exhibit A (the “Proposed Order”), rescheduling the hearing date and extending the deadlines established in the *Order Granting Urgent Consensual Motion for Further Extension of Response Deadlines and Rescheduling of Hearing Date* [ECF No. 21928] (the “Extension Order”) solely with respect to the Applicable Motions (as defined below), and state as follows:

Background

1. On January 18, 2022, the Court entered the *Order and Judgment Confirming Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico, and the Puerto Rico Public Buildings Authority* [ECF No. 19813] (the “Confirmation Order”), confirming the *Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al.*, [ECF No 19784] (as amended, supplemented, or modified, the “Plan”).³

2. On March 15, 2022, the Effective Date of the Plan occurred, and the Plan was substantially consummated [ECF No. 20349]. Pursuant to Section 1.51 and Article III of the Plan and decretal paragraph 44 of the Confirmation Order, the deadline for filing proofs of Administrative Expense Claims was June 13, 2022 (the “Administrative Claim Bar Date”). *Id.*

3. The following motions seeking, among other things, allowance and payment of Administrative Expense Claims were filed on or before the Administrative Claim Bar Date (collectively, the “Administrative Expense Motions”):

³ Unless otherwise defined herein, capitalized terms shall have the meanings ascribed thereto in the Plan.

Motions for Which Debtors Seek Extension:

ECF No.	Motion	Party ⁴	Status
21187	<i>Evertec's Motion for Allowance of an Administrative Expense Claim</i>	Evertec Group, LLC (“ <u>Evertec</u> ”)	Objection Deadline: October 7, 2022 at 4:00 p.m. (AST) Reply Deadline: October 14, 2022 at 4:00 p.m. Hearing: November 2, 2022 [Extension Order, ECF No. 21928]
21191	<i>Ricoh Puerto Rico, Inc.’s Motion for Allowance and Payment of Administrative Expense Claim in the sum of \$4,864,017.20</i>	Ricoh Puerto Rico, Inc. (“ <u>Ricoh</u> ”)	Objection Deadline: October 7, 2022 at 4:00 p.m. (AST) Reply Deadline: October 14, 2022 at 4:00 p.m. Hearing: November 2, 2022 [Extension Order, ECF No. 21928]
21209	<i>COSEY’s Motion for Allowance and Payment of Administrative Expense Claim</i>	Corporacion De Servicios Eductativos De Yabucoa (“ <u>COSEY</u> ”)	Objection Deadline: October 7, 2022 at 4:00 p.m. (AST) Reply Deadline: October 14, 2022 at 4:00 p.m. Hearing: November 2, 2022 [Extension Order, ECF No. 21928]

Wage Creditor Motions:

ECF No.	Motion	Party	Status
21194	<i>Application for Allowance and Payment of Administrative Expense Claims Filed by Group</i>	2,819 active or former full-time career employees at the Family Department,	Objection filed on July 28, 2022. [ECF No. 21640].

⁴ The parties below are collectively the “Movants”.

ECF No.	Motion	Party	Status
	<i>Wage Creditors in the Litigation Caption Madeline Acevedo Camacho v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>	and its administrations who are parties to the litigation captioned <i>Madeline Acevedo Camacho et als v Family Department the ARV and AIJ; CASP Case No. 2016-05-1340</i>	Movants' reply filed on September 12, 2022. [ECF No. 22157]. Hearing on November 2, 2022. [ECF No. 22041].
21195	<i>Application for Allowance of Administrative Priority Claims and Requesting an Order for Immediate Payment Filed by Judgment Claimants Case Carmen Socoro Cruz Hernandez et als v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>	Certain parties to the litigation captioned <i>Carmen Socorro Cruz Hernandez et als v Family Department, ARV and AIJ , Case No. K AC 1991-0665</i>	Objection filed on July 28, 2022. [ECF No. 21641]. Movants' reply filed on September 12, 2022. [ECF No. 21156]. Hearing on November 2, 2022. [ECF No. 22041].
21224	<i>Application for Allowance of Payment Post Petition Administrative Claims Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption Francisco bel Tran Cintron et als v. the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico and Reservation of Righths (sic)</i>	Certain parties to the litigation captioned <i>Francisco Beltran-Cintron et als. v Family Department, ARV and AIJ, Case No. 2021-05-0345</i>	Objection filed on July 28, 2022. [ECF No. 21642]. Movants' reply filed on September 12, 2022. [ECF No. 22164]. Hearing on November 2, 2022. [ECF No. 22041].
21227	<i>Application for Allowance of Administrative Expense Priority Payment Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption</i>	1,046 active or former full-time career employees at the Department of Transportation and Public Works	Objection filed on July 28, 2022. [ECF No. 21643]. Movants' reply filed on September 12, 2022. [ECF No. 22159].

ECF No.	Motion	Party	Status
	<i>Abraham Gimenez (1,046 Plaintiff's) v the Department of Transportation and Public Works and Reservation of Rights</i>		Hearing on November 2, 2022. [ECF No. 22041].
21230	<i>Application for Allowance of Payment of Post Petition Administrative Expense Priority Claims, Filed by the Group in Litigation Caption Acevedo Arocho et. Als. v the Departamento Hacienda and Resevation of Rigths (sic)</i>	Certain parties to the litigation captioned <i>Acevedo Arocho, Prudencio et als v. Departamento de Hacienda</i> , Case No. K AC 2003-5022	Objection filed on July 28, 2022. [ECF No. 21644]. Movants' reply filed on September 12, 2022. [ECF No. 22164]. Hearing on November 2, 2022. [ECF No. 22041].

Remaining Pending Motion:

ECF No.	Motion	Party	Status
21192	<i>Plaintiff Blanca Iris Marrero's Motion for Allowance and Payment of Administrative Expense Claim</i>	Blanca Iris Marrero	Objection filed on August 26, 2022. [ECF No. 21931]. Reply Deadline: October 11, 2022 at 4:00 p.m. (AST) Hearing: November 2, 2022 [ECF No. 22307]

Resolved Motions:

ECF No.	Motion	Party	Status
21207	<i>Orlando Santiago Amador's Motion for Allowance and Payment of Administrative Expense Claim</i>	Orlando Santiago Amador	Withdrawn, with prejudice, as consensually resolved. [ECF Nos. 21905, 21922]

ECF No.	Motion	Party	Status
21208	<i>MCG's Motion for Allowance and Payment of Administrative Expense Claim</i>	MCG and the Able Child	Withdrawn, with prejudice, as consensually resolved. [ECF No. 22151]
21229	<i>Motion Requesting Allowance and Payment of Administrative Expense Claim Filed by Pablo Melani Curra and Diana Velez Martinez</i>	Pablo Melani Curra and Diana Velez Martinez	Denied pursuant to <i>Order Denying Motion Requesting Allowance and Payment of Administrative Expense Claim Filed by Pablo Melani Curra and Diana Velez Martinez</i> [ECF No. 22407]

Request for Relief

4. Since the filing of the Administrative Expense Motions, the Oversight Board, together with AAFAF’s advisors, continue to review the substance and the validity of the claims asserted in the Administrative Expense Motions. This process requires obtaining voluminous amounts of background information from the Commonwealth, PBA, and its various agencies and departments (collectively, the “Government”). While the Oversight Board has consensually resolved two Administrative Expense Motion and objected to certain Administrative Expense Motions, the Oversight Board requires additional time to complete the review process with respect to the following Administrative Expense Motions (collectively, the “Applicable Motions”, and the parties below are collectively the “Applicable Movants”):

Applicable Motions for Extension Request and Rescheduling Hearing		
ECF No.	Motion	Party
21187	<i>Evertec’s Motion for Allowance of an Administrative Expense Claim</i>	Evertec

Applicable Motions for Extension Request and Rescheduling Hearing		
ECF No.	Motion	Party
21191	<i>Ricoh Puerto Rico, Inc.'s Motion for Allowance and Payment of Administrative Expense Claim in the sum of \$4,864,017.20</i>	Ricoh
21209	<i>COSEY's Motion for Allowance and Payment of Administrative Expense Claim</i>	COSEY

5. Furthermore, such additional time would allow the Oversight Board to work with the respective Movants to seek a consensual resolution to the Applicable Motions, if possible, and, at a minimum, to narrow any contested issues that may ultimately need to be brought before the Court.

6. Accordingly, and with the consent of the Applicable Movants, the Oversight Board proposes the following extensions to the deadlines set forth in the Extension Order only for the Applicable Motions, docketed at ECF Nos. 21187, 21191, and 21209:

- The deadline to respond to the Applicable Motions be extended to **November 8, 2022 at 4:00 p.m. (Atlantic Standard Time)**.
- The deadline for parties to file replies to an opposition, if any, be extended to **November 15, 2022 at 4:00 p.m. (Atlantic Standard Time)**.
- The hearing date for the Applicable Motions be rescheduled for **December 14, 2022 at 9:30 a.m. AST**.

7. For clarity, the Oversight Board is not seeking an extension of deadlines and the rescheduling of the hearing with respect to the following Administrative Expense Motions:

Extension <u>Not</u> Requested			
ECF No.	Motion	Reply Deadline	Hearing Date
21192	<i>Plaintiff Blanca Iris Marrero's Motion for Allowance and Payment of Administrative Expense Claim</i>	10/11/2022 ⁵	11/2/2022
21194	<i>Application for Allowance and Payment of Administrative Expense Claims Filed by Group Wage Creditors in the Litigation Caption Madeline Acevedo Camacho v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>	N/A ⁶	11/2/2022
21195	<i>Application for Allowance of Administrative Priority Claims and Requesting an Order for Immediate Payment Filed by Judgment Claimants Case Carmen Socoro Cruz Hernandez et als v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>	N/A	11/2/2022
21224	<i>Application for Allowance of Payment Post Petition Administrative Claims Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption Francisco bel Tran Cintron et als v. the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico and Reservation of Rigths (sic)</i>	N/A	11/2/2022
21227	<i>Application for Allowance of Administrative Expense Priority Payment Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption Abraham Gimenez (1,046 Plaintiff's) v the Department of Transportation and Public Works and Reservation of Rights</i>	N/A	11/2/2022
21230	<i>Application for Allowance of Payment of Post Petition Administrative Expense Priority Claims, Filed by the Group in Litigation Caption Acevedo Arocho et. Als. v the Departamento Hacienda and Resevation of Rigths (sic)</i>	N/A	11/2/2022

⁵ See Order Granting Plaintiff Blanca Iris Marrero's Second Consented Motion for Extension of Time to File Reply or Otherwise Inform Agreement with Debtor [ECF No. 22307].

⁶ Movants in the Wage Creditor Motions filed their replies on September 12, 2022 [ECF Nos. 22156, 22157, 22159, 22162, and 22164].

8. Pursuant to Paragraph 1.H of the *Sixteenth Amended Notice, Case Management and Administrative Procedures* [ECF No. 20190-1] (the “Case Management Procedures”), the Oversight Board certifies that it has carefully examined the matter and concluded that there is a true need for an urgent motion; it has not created the urgency through any lack of due diligence; has made a bona fide effort to resolve the issues presented in the Urgent Motion; and has made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought to the Court.

Notice

9. The Oversight Board has provided notice of this motion in accordance with the Case Management Procedures to the following parties: (a) the Office of the United States Trustee for the District of Puerto Rico; (b) the indenture trustees and/or agents, as applicable, for the Debtors’ bonds; (c) the entities on the list of creditors holding the 20 largest unsecured claims against the Debtors; (d) counsel to the statutory committees appointed in these Title III cases; (e) the Office of the United States Attorney for the District of Puerto Rico; (f) counsel to the Oversight Board; (g) the Puerto Rico Department of Justice; (h) the Other Interested Parties;⁷ (i) the Applicable Movants; and (j) all parties filing a notice of appearance in these Title III cases. A copy of the motion is also available at <https://cases.ra.kroll.com/puertorico/>.

10. The Oversight Board submits that, in light of the nature of the relief requested, no other or further notice need be given.

WHEREFORE the Debtors request the Court enter the Proposed Order and grant such other relief as is just and proper.

⁷ The “Other Interested Parties” include the following: (i) counsel to certain of the insurers and trustees of the bonds issued or guaranteed by the Debtors; and (ii) counsel to certain ad hoc groups of holders of bonds issued or guaranteed by the Debtors.

Dated: October 6, 2022
San Juan, Puerto Rico

PROSKAUER ROSE LLP

/s/ Brian S. Rosen

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*Attorneys for the Financial Oversight and
Management Board as representative for the
Debtors*

Exhibit A

Proposed Order

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et
al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

Re: ECF No. _____

(Jointly Administered)

**ORDER GRANTING URGENT
CONSENSUAL MOTION FOR FURTHER EXTENSION OF
RESPONSE DEADLINES AND RESCHEDULING OF HEARING DATE**

Through the *Urgent Consensual Motion for Further Extension of Response Deadlines and Rescheduling of Hearing Date*, dated October 6, 2022 (Docket Entry No. _____)² (the “Extension Motion”),³ the Oversight Board requests the extension of briefing deadlines and the rescheduling

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Last Four Digits of Federal Tax ID: 3801) (Last Four Digits of Federal Tax ID: 3801) (Bankruptcy Case No. 19-BK-5523-LTS). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² All docket entry references are to entries in Case No. 17-3283, unless otherwise specified.

³ Capitalized terms used but not otherwise defined herein have the meanings given to them in the Extension Motion.

of the hearing with respect to certain, but not all, of the Administrative Expense Motions with respect to which briefing deadlines were previously extended and a hearing was scheduled by the *Order Granting Urgent Consensual Motion for Further Extension of Response Deadlines and Rescheduling of Hearing Date* (Docket Entry No. 21928). For the sake of clarity, extensions of the briefing schedules and adjournments have been requested with respect to the following Administrative Expense Motions (the “Applicable Motions” and the movants thereto, the “Applicable Movants”):

Docket Entry No.	The Applicable Motions (Extension Requested by Docket Entry No. _____)
21187	<i>Evertec’s Motion for Allowance of an Administrative Expense Claim</i> ⁴
21191	<i>Ricoh Puerto Rico, Inc.’s Motion for Allowance and Payment of Administrative Expense Claim in the sum of \$4,864,017.20</i>
21209	<i>COSEY’s Motion for Allowance and Payment of Administrative Expense Claim</i>

Extensions and adjournments have not been requested with respect to the following Administrative Expense Motions:

Docket Entry No.	Extension Not Requested by Docket Entry No. _____
21192	<i>Plaintiff Blanca Iris Marrero’s Motion for Allowance and Payment of Administrative Expense Claim</i>
21194	<i>Application for Allowance and Payment of Administrative Expense Claims Filed by Group Wage Creditors in the Litigation Caption Madeline Acevedo Camacho v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>
21195	<i>Application for Allowance of Administrative Priority Claims and Requesting an Order for Immediate Payment Filed by Judgment Claimants Case Carmen Socoro Cruz Hernandez et als v the Family Department, ARV and AIJ of the Commonwealth of Puerto Rico</i>

⁴ Docket Entry No. 317 in Case No. 19-5523.

Docket Entry No.	Extension Not Requested by Docket Entry No. _____
21224	<i>Application for Allowance of Payment Post Petition Administrative Claims Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption Francisco bel Tran Cintron et als v. the Family Department, ARV and AJ of the Commonwealth of Puerto Rico and Reservation of Rigths (sic)</i>
21227	<i>Application for Allowance of Administrative Expense Priority Payment Pursuant to Section 503(b)(1)(a)(i) of the Bankruptcy Code Filed by Group Wage Creditors in the Litigation Caption Abraham Gimenez (1,046 Plaintiff's) v the Department of Transportation and Public Works and Reservation of Rights</i>
21230	<i>Application for Allowance of Payment of Post Petition Administrative Expense Priority Claims, Filed by the Group in Litigation Caption Acevedo Arocho et. Als. v the Departamento Hacienda and Resevation of Rigths (sic)</i>

Accordingly, the Court having found that the Oversight Board provided adequate and appropriate notice of the Extension Motion under the circumstances and that no other or further notice is required; and the Court having reviewed the Extension Motion; and the Court having determined that the factual bases set forth in the Extension Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Extension Motion is granted as set forth herein.
2. The deadline to respond to the Applicable Motions shall be extended to **November 8, 2022 at 4:00 p.m. (Atlantic Standard Time)**.
3. The deadline for the Applicable Movants to file a reply shall be extended to **November 15, 2022 at 4:00 p.m. (Atlantic Standard Time)**.
4. The Applicable Motions will be heard in connection with the omnibus hearing scheduled for **December 14, 2022**.
5. This Order resolves Docket Entry No. _____ in Case No. 17-3283.

SO ORDERED.

Dated: October ___, 2022

LAURA TAYLOR SWAIN
United States District Judge